

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

JPMORGAN CHASE & CO.,	)	
JPMORGAN CHASE BANK, N.A. and	)	
JPMORGAN CHASE ELECTRONIC	)	
FINANCIAL SERVICES, INC.,	)	
	)	Civil Action No: 08-189-SLR
<i>Plaintiffs,</i>	)	
	)	<b>PUBLIC VERSION</b>
v.	)	
	)	
AFFILIATED COMPUTER SERVICES, INC. and	)	
ACS STATE & LOCAL SOLUTIONS, INC.,	)	
	)	
<i>Defendants.</i>	)	

**JPMORGAN'S UNOPPOSED MOTION FOR LEAVE TO FILE  
ITS THIRD AMENDED AND SUPPLEMENTAL COMPLAINT**

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Services, Inc.*

Dated: October 8, 2009  
Public Version: October 14, 2009

Pursuant to Rule 15(a) of the Federal Rules of Civil Procedure, Plaintiffs JPMorgan Chase & Co., JPMorgan Chase Bank, N.A., and JPMorgan Chase Electronic Financial Services, Inc. (collectively, “JPMorgan” or “Plaintiffs”), hereby bring this unopposed Motion for leave to file its Third Amended and Supplemental Complaint (“Third Amended Complaint”) to allege with particularity additional facts in support of its claim that the patents-in-suit asserted by Defendants Affiliated Computer Services, Inc.’s and ACS State & Local Solutions, Inc.’s (collectively “ACS’s”) are unenforceable due to inequitable conduct. A copy of the proposed Third Amended Complaint is attached hereto as Exhibit 1. Pursuant to Local Rule 15.1, the proposed amendments are shown in redline format in the attached Exhibit 2.

This proposed amended pleading was previewed for the Court at the October 5 hearing. It is well-established that leave to amend pleadings, as sought by this motion, “shall be freely given when justice so requires.” Fed. R. Civ. P. 15(a) (2008). JPMorgan has pursued this amendment without delay after learning of facts critical to its inequitable conduct claim during the course of fact discovery. Also, ACS will not suffer any unfair prejudice from JPMorgan’s amendment because the parties are still in the midst of fact discovery. Moreover, all of the relevant facts are in ACS’s possession since they involve actions taken by an ACS employee and ACS patent prosecution counsel. In contrast, JPMorgan will suffer significant harm if not allowed to amend its inequitable conduct claim because, *inter alia*, inequitable conduct is a complete defense to ACS’s infringement allegations in this matter.

Further, JPMorgan’s proposed Third Amended Complaint will not require the extension of any discovery, expert report, or dispositive motion dates. Fact discovery in

this case does not close until December 18, 2009. (D.I. 312.) The discovery scheduled to take place during the next few months includes numerous depositions of individuals and entities which have already been noticed in connection with JPMorgan's inequitable conduct claim. JPMorgan believes that any additional discovery of its inequitable conduct claim will be taken during the remaining discovery period. For these reasons, JPMorgan's Motion For Leave to File Its Third Amended and Supplemental Complaint should be granted.

Pursuant to Local Rule 7.1.1 of the Local Rules of this Court, counsel for JPMorgan hereby certifies that JPMorgan conferred with ACS regarding whether it opposes JPMorgan's motion for leave to file its Third Amended Complaint. ACS indicated that it does not oppose this motion.

Accordingly, JPMorgan respectfully requests that the Court grant this unopposed motion. A proposed Order granting this motion is attached hereto as Exhibit 3.

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**CERTIFICATE OF SERVICE**

I, Philip A. Rovner, hereby certify that on October 14, 2009, the within document was filed with the Clerk of the Court using CM/ECF which will send notification of such filing(s) to the following; that the document was served on the following counsel as indicated; and that the document is available for viewing and downloading from CM/ECF.

**BY CM-ECF AND E-MAIL**

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I hereby certify that on October 14, 2009 I have sent by E-mail the foregoing document to the following non-registered participants:

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